

UNITED STATES DISTRICT COURT
FOR THE
DISTRICT OF MASSACHUSETTS

_____)	
FIT TECH, INC., PLANET FITNESS)	
CENTER, INC., PLANET FITNESS)	
CENTER OF MAINE, INC., PLANET)	
FITNESS CENTER OF DARTMOUTH,)	
INC., PLANET FITNESS CENTER OF)	
SALEM, INC., PLANET FITNESS)	
CENTER OF BRIGHTON, INC.,)	
STRATFORD FITNESS CENTER, INC.,)	
DAVID B. LAIRD and SCOTT G.)	
BAKER,)	
Plaintiffs,)	Civil Action No.
)	05-10471-MEL
vs.)	
)	
BALLY TOTAL FITNESS HOLDING)	
CORPORATION, HOLIDAY)	
UNIVERSAL, INC., and PAUL TOBACK.)	
Defendants.)	
_____)	

**DEFENDANTS' MOTION TO EXTEND SCHEDULING FOR FILING OF
MOTIONS TO DISMISS, ASSENTED TO BY PLAINTIFFS**

Defendants Bally Total Fitness Holding Corporation, Holiday Universal, Inc., and Paul Toback, (collectively, "Defendants"), hereby request that the Court extend the current scheduling order by 45 days. The Plaintiffs¹ assent to this motion and agree to the extension. No prejudice will result from this extension. This extension modifies the Court's Joint Scheduling Order of March 10, 2006, which specified that Defendants' motions to dismiss would be due 60 days after the Court's rulings on the motions to dismiss on the basis of lack of personal jurisdiction.

¹ Plaintiffs include Fit Tech, Inc., Planet Fitness Center, Inc., Planet Fitness Center of Maine, Inc., Planet Fitness Center of Dartmouth, Inc., Planet Fitness Center of Salem, Inc., Planet Fitness Center of Brighton, Inc., Stratford Fitness Center, Inc., David B. Laird and Scott G. Baker.

Under the new schedule:

- Defendants' Motions to Dismiss will be due on July 19, 2006;
- Plaintiffs' oppositions to the motions to dismiss will be due on September 18, 2006, 60 days after the motions to dismiss are filed;
- Defendants' replies to oppositions will be due on October 17, 2006, 30 days after the oppositions are filed.

Finally, the parties still request that, following motion practice and the Court's ruling on all motions to dismiss, to the extent that there remain any claims in the First Amended Complaint or any subsequent amendment, the Court hold a scheduling conference to consider the various parties' positions on consolidation of some or all of the remaining claims with the 2003 Action and to set a discovery schedule for all remaining claims.

Respectfully submitted,

Defendants,
BALLY TOTAL FITNESS
HOLDING CORPORATION,
HOLIDAY UNIVERSAL, INC., and
PAUL TOBACK,
By their attorneys,

Assented to by Plaintiffs,
FIT TECH, INC., et al.
By their attorneys,

/s/ Matthew J. Fogelman
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Dated: May 17, 2006

So Ordered:

Lasker, J.
United States District Court

CERTIFICATE OF SERVICE

I, Matthew J. Fogelman, hereby certify that this document has been filed through the ECF system and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on this date.

Date: May 17, 2006

/s/ Matthew J. Fogelman